Federal Reserve Release



H.2

Actions of the Board, Its Staff, and the Federal Reserve Banks; Applications and Reports Received

No. 33
Week Ending August 15, 1998

Norwest Corporation, Minneapolis, Minnesota -- to acquire Star Bancshares, Inc., Austin, Texas; Star Bancshares of Nevada, Inc., Carson City, Nevada; and First State Bank, Austin, Texas.

- Approved, August 12, 1998

International Operations

Chase Manhattan Bank, New York, New York -- application for its Milan branch to acquire Chaseinvest S.p.A., Milan, Italy.

- Approved, August 10, 1998

Regulations And Policies

Interstate branches -- joint release with the Comptroller of the Currency and Federal Deposit Insurance Corporation concerning host state loan-to-deposit ratios for use in determining compliance with section 109 of the Riegle-Neal Interstate Banking and Branching Efficiency Act.

- Published, August 13, 1998

Regulation L -- request for comment on proposed amendments to the interagency rules governing management interlocks (Docket No. R-1013).

- Approved, April 27, 1998 (AC)

BS&R	Banking Supervision and Regulation	RBOPS	Reserve Bank Operations and Payment
C&CA	Consumer and Community Affairs	\mathbf{IF}	International Fiance
FOMC	Federal Open Market Committee	OSDM	Office of Staff Director for Management

Bank Branches, Domestic

Atlanta

Aliant Bank, Alexander City, Alabama -- to establish a branch at 391 North Broadnax Street, Dadeville, Alabama.

- Approved, August 10, 1998

New York

Chase Manhattan Bank, New York, New York -- to establish a branch at 2824-26 Broadway.

- Approved, August 12, 1998

Richmond

First Virginia Bank-Mountain Empire, Abingdon, Virginia -- to establish a branch at 3000 Lee Highway, Bristol, Virginia.

- Approved, August 14, 1998

Chicago

Johnson Bank, Racine, Wisconsin -- to establish a branch at S.C. Johnson Commercial Markets Building, 8310 16th Street, Sturtevant, Wisconsin.

- Approved, August 14, 1998

Richmond

Metro-County Bank of Virginia, Inc., Mechanicsville, Virginia -- to establish a branch at 5419 Lakeside Avenue, Richmond, Virginia.

- Approved, August 12, 1998

Chicago

Old Kent Bank, Grand Rapids, Michigan -- to establish branches at 20422 Mack Avenue, Grosse Pointe Woods, Michigan, and at 5080 Corunna Road, Flint, Michigan.

- Approved, August 13, 1998

Bank Branches, Domestic

San Francisco

Valley Independent Bank, El Centro, California -- to establish branches at 333 City Blvd., West, 17th Floor, Orange, California, and 6120 Paseo Del Norte, Suite Q1, Carlsbad, California.

- Approved, August 7, 1998 (AC)

Bank Holding Companies

Chicago

American National Bancorp, Inc., Appleton, Wisconsin -- to acquire American National Bank-Fox Cities.

- Approved, August 14, 1998

St. Louis

Arvest Bank Group, Inc., Bentonville, Arkansas -- to acquire Ameribank Corporation, Shawnee, Oklahoma; United Oklahoma Bankshares, Inc., Del City, Oklahoma; American National Bank and Trust Company of Shawnee, Shawnee; and United Bank, Del City.

- Approved, August 13, 1998

St. Louis

Arvest Bank Group, Inc., Bentonville, Arkansas -- to acquire Ameritrust Corporation, Tulsa, Oklahoma, and Americorp Investment Advisors, Inc.

- Approved, August 13, 1998

Chicago

Associated Banc-Corp., Green Bay, Wisconsin -- request for waiver of application in connection with a corporate reorganization.

- Approved, August 11, 1998

Chicago

Associated Bank Milwaukee, Milwaukee, Wisconsin -- request for waiver of application in connection with a corporate reorganization.

- Approved, August 11, 1998

New York

Barclays PLC, London, England, and Barclays Bank PLC -- to acquire a substantial portion of the securities lending and prime brokerage business of Daiwa Securities American Inc., New York, New York; Daiwa Europe Limited, London, England; and Daiwa Securities (H.K.) Limited, Hong Kong, China.

- Approved, August 11, 1998

New York

Barclays PLC, London, England, and Barclays Bank PLC -- to acquire through Barclays California Corporation, San Francisco, California, The Long View Group, Inc., Boston, Massachusetts, and engage in data processing activities.

- Approved, August 14, 1998

Kansas City

BOK Financial Corporation, Tulsa, Oklahoma -- to acquire the assets of Leo Oppenheim & Co., Inc., Oklahoma City, Oklahoma, and continue to engage in underwriting and dealing in certain securities, and providing private placement, investment advisory, and securities brokerage services.

- Permitted, August 12, 1998

Richmond

Carolina First Corporation, Greenville, South Carolina -- to acquire Poinsett Financial Corporation, Travelers Rest, South Carolina, and Poinsett Bank, FSB.

- Approved, August 12, 1998

Atlanta

Colonial BancGroup, Inc., Montgomery, Alabama -- to acquire FirstBank, Dallas, Texas.

- Approved, August 4, 1998 (AC)

Atlanta

Colonial BancGroup, Inc., Montgomery, Alabama -- to acquire ProImage, Inc., Norcross, Georgia, and engage in check imaging and data processing activities.

- Approved, August 12, 1998 (AC)

Boston

Danvers Bancorp, Inc., Danvers, Massachusetts -- to form a mutual bank holding company through the acquisition of Danvers Savings Bank.

- Approved, August 11, 1998

Dallas

First Baird Bancshares, Inc., Baird, Texas -- to acquire Western American National Bank, Bedford, Texas.

- Approved, August 12, 1998

Chicago

First Financial Bank, FSB, Stevens Point, Wisconsin -- request for waiver of application in connection with a corporate reorganization.

- Approved, August 11, 1998

Chicago

First Financial Corporation, Stevens Point, Wisconsin -- request for waiver of application in connection with a corporate reorganization.

- Approved, August 11, 1998

St. Louis

First Illinois Bancorp, Inc., East St. Louis, Illinois -- to acquire Duchesne Bank, St. Peters, Missouri.

- Approved, August 6, 1998 (AC)

San Francisco

First National Bank of Nevada Holding Company, Laughlin, Nevada -- to acquire Laughlin National Bank.

- Approved, August 12, 1998

Kansas City

Heritage Group, Inc., Aurora, Nebraska -- to acquire Neligh Insurance Agency, Neligh, Nebraska, and engage in general insurance activities in a town under 5000.

- Approved, August 12, 1998

Kansas City

Lake Bankshares Corporation, Langley, Oklahoma -- to acquire shares of The AmeriTrust Holding Company, Tulsa, Oklahoma.

- Withdrawn, August 12, 1998

Chicago

Mills County Bancorp, Glenwood, Iowa -- to establish Countryside Closing and Escrow Co.

- Permitted, August 14, 1998

Philadelphia

Sterling Financial Corporation, Lancaster, Pennsylvania -- to engage in personal property leasing through T&C Leasing, Inc.

- Approved, August 13, 1998

New York

U.S.B. Holding Co., Inc., Orangeburg, New York -- to acquire shares of Tappan Zee Financial, Inc., Tarrytown, New York, and engage through Tarrytowns Bank, FSB, in operating a savings association.

- Approved, August 11, 1998

Bank Mergers

Atlanta

Colonial Bank, Montgomery, Alabama -- to merge with First Macon Bank & Trust Company, Macon, Georgia.

- Approved, August 12, 1998

Minneapolis

First Community Bank, Glasgow, Montana -- to merge with Cheyenne Western Bank, Ashland, Montana, and to establish a branch.

- Approved, August 14, 1998

Change In Bank Control

St. Louis

Maries County Bancorp, Inc., Vienna, Missouri -- change in bank control.

- Permitted, August 11, 1998

Competitive Factors Reports

St. Louis

BancorpSouth Bank, Tupelo, Mississippi -- report on competitive factors of the proposed merger with Merchants Bank, Vicksburg, Mississippi.

- Submitted, August 12, 1998

Richmond

Carolina First Bank, Greenville, South Carolina -- report on competitive factors of the proposed merger with Colonial Bank of South Carolina, Inc., Camden, South Carolina.

- Submitted, August 10, 1998

Richmond

Carolina First Bank, Greenville, South Carolina -- report on competitive factors of the proposed merger with First National Bank of Pickens County, Easley, South Carolina.

- Submitted, August 11, 1998

Richmond

Carolina First Interim Bank, Lincolnton, North Carolina -- report on competitive factors of the proposed merger with Community Bank & Trust Company, Rutherfordton, North Carolina.

- Submitted, August 10, 1998

Richmond

Columbian Bank, A Federal Savings Bank, Havre de Grace, Maryland -- report on competitive factors of the proposed merger with Columbian Interim Federal Savings Bank.

- Submitted, August 10, 1998

Richmond

First Charter National Bank, Concord, North Carolina -- report on competitive factors of the proposed merger with Bank of Union, Monroe, North Carolina.

- Submitted, August 4, 1998 (AC)

Competitive Factors Reports

Richmond

First National Bank of Maryland, Baltimore, Maryland -- report on competitive factors of the proposed merger with Dauphin Deposit Bank and Trust Company, Harrisburg, Pennsylvania, and The York Bank and Trust Company, York, Pennsylvania.

- Submitted, August 11, 1998

Dallas

Norwest Bank Texas, N.A., San Antonio, Texas -- report on competitive factors of the proposed merger with Founders Trust Company, Dallas, Texas, and Norwest Bank Texas, Odessa, N.A., Odessa, Texas.

- Submitted, August 14, 1998

Dallas

Texas National Bank of Jacksonville, Jacksonville, Texas -- report on competitive factors of the proposed merger with Interim Texas National Bank.

- Submitted, August 14, 1998

New York

Wayne Savings Bank, F.S.B., Wayne, New Jersey -- report on competitive factors of the proposed merger with and into Valley National Bank, Passaic, New Jersey.

- Submitted, August 12, 1998

Extensions Of Time

Richmond

Allied Irish Banks, p.l.c., Dublin, Ireland -- extension to November 11, 1998, to engage in certain investment advisory activities.

- Granted, August 11, 1998

Boston

Cambridge Financial Group, Inc., Cambridge, Massachusetts -- extension to become a mutual bank holding company through the reorganization of Cambridge Savings Bank.

- Granted, August 11, 1998

Extensions Of Time

San Francisco

Dai-Ichi Kangyo Bank, Limited, Tokyo, Japan -- extension to divest certain property. - Granted, August 12, 1998

Chicago

Delta Bancorp, Inc., Prospect Heights, Illinois -- extension to November 29, 1998, to acquire Village Bank & Trust, North Barrington, Illinois.

- Granted, August 14, 1998

Kansas City

First Place Financial Corporation, Farmington, New Mexico -- extension to September 30, 1998, to acquire Capital Bank, Albuquerque, New Mexico.

- Granted, August 10, 1998

International Operations

Philadelphia

MBNA America Bank, Wilmington, Delaware -- to make an additional investment in MBNA Canada Bank, Gloucester, Ontario, Canada.

- Approved, August 14, 1998

Membership

Kansas City

Bank of Western Oklahoma, Elk City, Oklahoma -- to become a member of the Federal Reserve System.

- Approved, August 11, 1998

Kansas City

Olathe State Bank, Olathe, Colorado -- to become a member of the Federal Reserve System.

- Approved, August 13, 1998

Reserve Bank Operations

General Counsel

Federal Reserve Bank of New York -- to act as fiscal agent in connection with proposed issue of bonds by the Asian Development Bank.

- Approved, August 7, 1998 (AC)

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, August 15, 1998

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

Section II – Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
3(a)(1)*	Pepperell Bankshares Financial Group, Inc., Biddeford, Maine –	Newspaper-N/Avail
	application to acquire 100% of the voting shares of Pepperell Trust Company, Biddeford, Maine	Fed Reg – N/Avail

^{*}Subject to CRA

Section III - Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Section IV - Applications not subject to Federal Register or newspaper notice

Туре	Application	
None		

Section V - Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = **Needs** to improve

SN = **Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

RSSD number	Institution/Location	Examination date	CRA public date	CRA rating	Exam type LrgBk SmBk
None					

Section VI – CRA examinations scheduled for Fourth Quarter of 1998

Institution	Location
Boston Safe Deposit and Trust Company	Boston, Massachusetts

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, August 15, 1998

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
None		

Section II – Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
3(a)(1)	Cooper Life Sciences, Inc., and its wholly-owned subsidiary, Greater American Finance Group, Inc., both of New York, New York, to become bank holding companies by acquiring 100 percent of the outstanding shares of The Berkshire Bank, New York, New York.	09/11/1998*
3(a)(3), 3(a)(5)	Popular, Inc., Hato Rey, Puerto Rico, Popular International Bank, Inc., Hato Rey, Puerto Rico, and Banco Popular North America, Inc., Streamwood, Illinois, to acquire Gore Bronson Bancorp, Inc., Prospect Heights, Illinois, and thereby indirectly acquire The Bronson-Gore Bank, Prospect Hills, Illinois, The Irving Bank, Chicago, Illinois, and Water Tower Bank, Chicago, Illinois.	
3(a)(3)	Popular, Inc., Hato Rey, Puerto Rico, Popular International Bank, Inc., Hato Rey, Puerto Rico, and Popular North America, Inc., Mt. Laurel, New Jersey, to acquire First State Bank of Southern California, Santa Fe Springs, California.	

^{*} Fed Reg - Federal Register Comment Period Ending Date

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Section IV - Applications not subject to Federal Register or newspaper notice

Type	Application
None	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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NI = **Needs** to improve

SN = **Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for Fourth Quarter of 1998

Institution	Location
Marine Midland Bank	One Marine Midland Center Buffalo, New York 14203
Gotham Bank of New York	1412 Broadway New York, New York 10018

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, August 15, 1998

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
18(c)	Laurel Bank, Johnstown, PA, to merge with The Peoples National Bank of Rural Valley, Rural Valley, PA	N/A

Section II - Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
None		

Section III - Applications subject to Federal Register notice only

		Ending date of
Type	Application	comment period
None		

Section IV - Applications not subject to Federal Register or newspaper notice

Туре	Application
Member	United States National Bank in Johnstown, Johnstown, PA, to convert from a national chartered bank to a member of the Federal Reserve System.

Section V - Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = **Needs** to improve

SN = **Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

RSSD number	Institution/Location	Examination date	CRA public date	CRA rating	Exam type LrgBk SmBk
None					

Section VI – CRA examinations scheduled for Fourth Quarter of 1998

Institution	Location
Pocono Community Bank	Stroudsburg, PA
First Republic Bank	Philadelphia, PA

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, August 15, 1998

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

Section II - Applications subject to both newspaper and Federal Register notice

Туре	Ending date of Application comment period
CC	Received Notice of Change in Bank Control on 08/10/1998 from Fed Reg – 08/31/1998 Dr. John E. Moats, Bryan, OH and Mark C. Moats, Defiance, OH acting as co-trustees of Mary Moats Irrevocable Trust to Defiance College and Mary Moats Irrevocable Trust to Sherwood Methodist Church of their intent to retain up to 12.75% of the outstanding voting shares of Sherwood Banc Corporation, Sherwood, OH.

Section III - Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Section IV - Applications not subject to Federal Register or newspaper notice

Туре	Application	
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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S = Satisfactory

NI = Needs to improve

SN = **Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					_

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, August 15, 1998

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
18(c)	Centura Bank, Rocky Mount, North Carolina, to purchase certain assets and assume certain liabilities of Clyde Savings Bank, A Division of The Hometown Bank, Franklin, North Carolina.*	9/7/1998
Branch	CommonWealth Bank, Richmond, Virginia, to establish a branch at 707 East Main Street, Richmond, Virginia.*	9/7/1998
Branch	Crestar Bank, Richmond, Virginia, to establish a branch at 4740 Cherry Hill Road, College Park, Maryland.*	9/7/1998
18(c)	FCNB Bank, Frederick, Maryland, to merge with Capital Bank, National Association, Rockville, Maryland.*	9/10/1998
18(c)	Virginia Heartland Interim Bank, Culpeper, Virginia, an organizing bank, to merge with Virginia Heartland Bank, Fredericksburg, Virginia.*	N/Avail
MBR	Virginia Heartland Interim Bank, Culpeper, Virginia, an organizing bank, for membership in the Federal Reserve System.*	N/Avail

^{*} Subject to the provisions of the Community Reinvestment Act

Section II - Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
3(a)(3)	Sandy Spring Bancorp, Inc., Olney, Maryland, to acquire 8.02% of the voting shares of Community Bankshares of Maryland, Inc., Bowie, Maryland.*	Fed Reg – 8/28/1998 Newspaper – 8/29/1998
3(a)(1)	Union Bankshares, Inc., Union, West Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of The Bank of Monroe, Union, West Virginia.*	Fed Reg – 9/3/1998 Newspaper – 9/3/1998
3(a)(1)	Maryland Permanent Capital Corporation, Owings Mills, Maryland, to become a bank holding company through the acquisition of 100% of the voting shares of Maryland Permanent Bank & Trust Co., Owings Mills, Maryland.*	Fed Reg – N/Avail Newspaper - N/Avail
3(a)(3)	Second National Financial Corporation, Culpeper, Virginia, to acquire Virginia Heartland Bank, Fredericksburg, Virginia.*	Fed Reg – N/Avail Newspaper – N/Avail

^{*} Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Section IV - Applications not subject to Federal Register or newspaper notice

Type	Application
3(a)(1)	Pleasants County Bankshares, Inc., St. Marys, West Virginia, to become a bank holding company through the acquisition of Pleasant's County Bank, St. Marys, West Virginia.

Section V - Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = **Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
1494240	Centura Bank 131 North Church Street Rocky Mount, North Carolina 27804	1/20/1998	8/5/1998	S	X
2556882	Metro-County Bank of Virginia, Inc. 8206 Atlee Road Mechanicsville, Virginia 23111	5/26/1998	8/7/1998	S	X
804422	The Farmers & Merchants Bank of Craig County 306 Main Street New Castle, Virginia 24127	6/1/1998	8/13/1998	O	Х

Section VI - CRA examinations scheduled for Fourth Quarter of 1998

Institution	Location
FCNB Bank	Frederick, Maryland
Citizens Bank and Trust Company	Blackstone, Virginia
F&M Bank-Northern Virginia	Fairfax, Virginia
The Bank of Floyd	Floyd, Virginia
First Colonial Bank	Hopewell, Virginia
King George State Bank, Inc.	King George, Virginia
The Middleburg Bank	Middleburg, Virginia
Shore Bank	Onley, Virginia
First Community Bank of Southwest Virginia, Inc.	c. Tazewell, Virginia
First Community Bank, Inc.	Buckhannon, West Virginia
Bank of Greenville	Greenville, West Virginia
F&M Bank-Martinsburg	Martinsburg, West Virginia
First Community Bank of Mercer County, Inc.	Princeton, West Virginia

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, August 15, 1998

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
Branch	Aliant Bank, Alexander City, Alabama, to establish a branch located at 114 North Broadnax Street, Suite 103, Dadeville, Alabama.	08/15/1998*

^{*}Subject to provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
3(a)(3)	South Alabama Bancorporation, Inc., Mobile, Alabama, to acquire Commercial National Bank of Demopolis, Demopolis, Alabama.	N/Avail*
3(a)(1)	The George Family Partnership, Ltd., Bonifay, Florida, to become a bank holding company by acquiring Bonifay Holding Company, Inc., Bonifay, Florida, and its subsidiary, The Bank of Bonifay, Bonifay, Florida.	N/Avail*
3(a)(5)	FLAG Financial Corporation, LaGrange, Georgia, to merge with Empire Bank Corp., Homerville, Georgia, and thereby directly acquire Empire Banking Company, Homerville, Georgia.	Fed Reg – 09/11/1998*
3(a)(3)	Premier Bancshares, Inc., Atlanta, Georgia, to acquire Frederica Bank & Trust, St. Simons, Georgia.	Newspaper – 09/02/1998*

^{*}Subject to provisions of the Community Reinvestment Act

Section III - Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
4(c)(8)	FLAG Financial Corporation, LaGrange, Georgia, to acquire E.C.B. Financial Services, Inc., Homerville, Georgia, and thereby engage in insurance agency activities.	09/11/1998

Section IV – Applications not subject to Federal Register or newspaper notice

Туре	Application
WAIVR	SouthTrust Corporation, Birmingham, Alabama, application waiver request for the proposed merger with Georgia National Bancorp, Inc., Athens, Georgia, and indirect acquisition of Georgia National Bank, Athens, Georgia.
СОМ	Quantum Capital Corporation, Suwanee, Georgia, Commitment waiver request.

Section V - Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					_

Section VI - CRA examinations scheduled for Fourth Quarter of 1998

Institution	Location
AmSouth Bank	Birmingham, Alabama
SunTrust Bank	Atlanta, Georgia
Bankers Bank	Atlanta, Georgia
Riverside Bank of the Gulf Coast	Cape Coral, Florida

Section VI – CRA examinations scheduled for Fourth Quarter of 1998

Institution	Location
Community Bank of Nashville	Nashville, Tennessee
First Newton Bank	Covington, Georgia
SunTrust Bank of Tampa Bay	Tampa, Florida
Commercial Bank of Florida	Miami, Florida
Community Bank of the Islands	Sanibel, Florida
Commercial Bank	Harrogate, Tennessee
Citizens Trust Bank	Atlanta, Georgia
Peoples Southern Bank	Clanton, Alabama
Merchants Bank	Vicksburg, Mississippi

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, August 15, 1998

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

Section II – Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
3(a)(3)	Associated Banc-Corp* Green Bay, Wisconsin Associated Bank Illinois, National Association (in organization) Rockford, Illinois	Fed Reg – 9/8/1998 Newspaper – N/Avail
3(a)(1)	Holland Financial Corporation* Holland, Michigan The Bank of Holland (in organization) Holland, Michigan	Fed Reg – 9/8/1998 Newspaper – N/Avail
3(a)(3)	WFC, Inc.* Waukon, Iowa Iowa State Bank (in organization) Oelwein, Iowa	Fed Reg - 9/8/1998 Newspaper- N/Avail

^{*} Subject to the provisions of the Community Reinvestment Act

Fed Reg - Federal Register Comment Period Ending Date

Newspaper - Newspaper Comment Period Ending Date

N/Avail - Not Available (Not yet available; Not available at this time)

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Section IV – Applications not subject to Federal Register or newspaper notice

Туре	Application
None	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
2519001	Michigan Heritage Bank 21211 Haggerty Rd. Novi, Michigan 48375 (248) 426-6000	5/4/1998	8/13/1998	S	X

Section VI – CRA examinations scheduled for Fourth Quarter of 1998

T also al	T
Institution	Location
Cole Taylor Bank	Chicago, IL
Midwest Bank & Trust Company	Elmwood Park, IL
Lake Forest Bank & Trust Company	Lake Forest, IL
Blencoe State Bank	Blencoe, IA
First State Bank	Brunsville, IA
Iowa State Bank	Calmar, IA
Columbus Junction State Bank	Columbus Junction, IA
Farmers State Bank of Merrill	Merrill, IA
Hedrick Savings Bank	Ottumwa, IA
Tama State Bank	Tama, IA
First American Bank	Webster City, IA
The Auburn State Bank	Auburn, IN
Irwin Union Bank and Trust Company	Columbus, IN
Central Bank	Russiaville, IN
Paramount Bank	Bingham Farms, MI
Calumet County Bank	Brillion, WI
Bank of Brodhead	Brodhead, WI
F & M Bank – East Troy	East Troy, WI
Union Bank & Trust Company	Evansville, WI
F & M Bank – Grant County	Fennimore, WI
F & M Bank – Prairie du Chien	Prairie du Chien, WI
F & M Bank - Northeast	Pulaski, WI
State Bank of Viroqua	Viroqua, WI

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, August 15, 1998

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

Section II - Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
CIC	Notice involving Ohio Valley Bancorp, Inc., Henderson, Kentucky by Hattie L. Preston as trustee of the Hattie L. Preston Revocable Trust (previously reported during the week ending August 8, 1998).	

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Section IV – Applications not subject to Federal Register or newspaper notice

Туре	Application	
4(j)(5)(B)	Notice by Union Planters Corporation, Memphis, Tennessee, to acquire FundsExpress, Inc., Austin, Texas.	Not applicable

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = **Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for Fourth Quarter of 1998

Institution	Location
Pinnacle Bank	Little Rock, Arkansas
Midsouth Bank	Monette, Arkansas
Bank of Mulberry	Mulberry, Arkansas
Flora Bank and Trust	Flora, Illinois
Leitchfield Deposit Bank and Trust Company	Leitchfield, Kentucky
Winfield Banking Company	Winfield, Missouri
BankTennessee	Collierville, Tennessee

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, August 15, 1998

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

Section II - Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
None		

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
4(c)(8)	Fishback Financial Corporation, Brookings, South Dakota, to acquire certain assets indirectly through a wholly-owned subsidiary, Midwest Card Services, Brookings, South Dakota, and thereby engage in the activity of servicing loans.	N/Avail d

Section IV - Applications not subject to Federal Register or newspaper notice

Туре	Application		
None			

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI - CRA examinations scheduled for Fourth Quarter of 1998

Institution	Location
Stockmens Bank	Cascade, Montana
Grand Marais State Bank	Grand Marais, Minnesota
The Northwestern Bank	Chippewa Falls, Wisconsin
Security Bank Minnesota	Albert Lea, Minnesota
First Interstate Bank	Billings, Montana

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

If an institution's examination is rescheduled for a date different than the end of the date range reflected in a published schedule, the institution's name will be republished in an appropriate later listing. Any comments received as a result of either the first publication or subsequent publications will be considered during the examination. Written comments regarding the CRA performance of these institutions should be directed to Ms. Jacquelyn Brunmeier at the Federal Reserve Bank of Minneapolis, Banking Supervision Department, PO Box 291, Minneapolis, Minnesota 55480-0291.

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, August 15, 1998

$Section \ I-Applications \ subject \ to \ newspaper \ notice \ only$

Туре	Application	Ending date of comment period
None		

Section II - Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
None		

Section III - Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Section IV – Applications not subject to Federal Register or newspaper notice

Туре	Application
None	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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SN = **Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
782650	Citizens State Bank of Cortez 77 W. Main Street Cortez, Colorado 81321-3133	05/26/1998	08/14/1998	S	X

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, August 15, 1998

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

Section II - Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
3(a)(3)	Keene Bancorp, Inc., 401(k) Employee Stock Ownership Plan and Trust, Keene, TX, to acquire Keene Bancorp, Inc., Keene, TX, and First State Bank, Keene, TX*	Fed Reg – 09/11/1998 Newspaper – 09/08/1998
3(a)(3)	State National Bancshares, Inc., Lubbock, TX, to acquire Continental National Bancshares, Inc., El Paso, TX, and Continental National Bank, El Paso, TX*	Fed Reg – 09/08/1998 Newspaper – N/Avail
3(a)(5)	Sterling Bancshares, Inc., Houston, TX, and Sterling Bancorporation, Inc., Wilmington, DE, to acquire Hometown Bancshares, Inc., Houston, TX, and Clear Lake National Bank, Houston, TX*	Fed Reg – 09/11/1998 Newspaper – 09/08/1998
3(a)(1)	Eagle Lake Bancshares, Inc., Eagle Lake, TX, to acquire Finabel Corporation, Dover, DE, and First National Bank, Eagle Lake, TX*	Fed Reg – 09/11/1998 Newspaper – N/Avail
3(a)(1)	Finabel Coproration, Dover, DE, to acquire First National Bank, Eagle Lake, TX*	Fed Reg – 09/11/1998 Newspaper – N/Avail

^{*} Subject to the provisions of the Community Reinvestment Act

Section III - Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Section IV - Applications not subject to Federal Register or newspaper notice

Type	Application	
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = **Outstanding**

S = Satisfactory

NI = Needs to improve

SN = **Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

RSSD number	Institution/Location	Examination date	CRA public date	CRA rating	Exam type LrgBk SmBk
None					

Section VI – CRA examinations scheduled for Fourth Quarter of 1998

Institution	Location
Memphis State Bank	621 Noel P. O. Drawer 10 Memphis, TX 79245
First Bank & Trust Company	109 N. Main St. P. O. Box 158 Dawson, TX 76639

Section VI – CRA examinations scheduled for Fourth Quarter of 1998

Institution	Location
State Bank of Texas	3330 Antoine P. O. Box 920978 Houston, TX 77092
First State Bank	125 E. DaVilla P. O. Box 38 Granger, TX 76530

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, August 15, 1998

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
Branch	Home Valley Bank, Cave Junction, Oregon, to establish a branch office at 110 SW 4 th Street, Grants Pass, Oregon. *	Newspaper 8/22/1998
Branch	Liberty Bank, South San Francisco, California, to establish a branch office at 6221 Graham Hill Road, Felton, California. *	Newspaper 9/11/1998

^{*} Subject to the provisions of the Community Reinvestment Act Newspaper – Newspaper Comment Period Ending Date

Section II - Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
3(a)(5)	Western Sierra Bancorp, Cameron Park, California, to acquire	Newspaper 9/08/1998
	Roseville 1 st Community Bancorp, Roseville, California. *	Fed Reg 9/14/1998
3(a)(3)	Eggemeyer Advisory Corp., Castle Creek Capital, LLC, and Castle Creek Capital Partners Fund-I, L.P., all of Rancho Santa Fe, California, to acquire Continental National Bancshares, Inc., El Paso, Texas, through its 18 percent ownership of State National Bancshares, Inc., Lubbock, Texas. *	Newspaper N/Avail Fed Reg 9/08/1998

^{*} Subject to the provisions of the Community Reinvestment Act Fed Reg - Federal Register Comment Period Ending Date Newspaper - Newspaper Comment Period Ending Date N/Avail - Not Available (Not yet available; Not available at this time)

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Section IV – Applications not subject to Federal Register or newspaper notice

Туре	Application	
Member	Golden Gate Bank, San Francisco, California, to become a member of the Federal Reserve System.	
3(a)(5)(C)	Community Financial Group, Inc., to become a bank holding company by acquiring The Wheatland Bank, both of Davenport, Washington.	
4(c)(8)	Notice by Cowlitz Bancorporation, Longview, Washington, to engage in nonbanking activities through the acquisition of Business Finance Corporation, Bellevue, Washington.	

Section V - Availability of CRA public evaluations

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The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = **Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
671464	California Center Bank 2222 W. Olympic Blvd. Los Angeles, CA 90006-2118 (213) 386-2222	3/30/1998	8/14/1998	NI	X

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

Institution	Location
Eldorado Bank	Tustin, CA
American Pacific Bank	Portland, OR
Bank of the Orient	San Francisco, CA
Bank of Commerce	San Diego, CA
Hacienda Bank	Santa Maria, CA
Pierce Commercial Bank	Tacoma, WA
Cache Valley Bank	Logan, UT